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Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

May 24, 2011

**Re: Notice of Oral *Ex Parte* Communication
*Applications of AT&T, Inc. and Deutsche Telekom AG for Consent to Assign or
Transfer Control of Licenses and Authorizations, WT Docket No. 11-65***

Dear Ms. Dortch:

We submit this notice in compliance with Section 1.1206(b) of the Commission's rules.

On May 23, 2011, Derek Turner, Research Director for Free Press, and I had a discussion via telephone with Kathy Harris of the Wireless Telecommunications Bureau. In our discussion, we noted that AT&T and T-Mobile's public interest statement in support of the proposed transfer of licenses relies upon numerous academic studies, economic analyses, and other reports that are not publicly available. We requested that these studies be put into the record.

The Commission may approve the proposed transaction only if it finds that the merger serves the public interest.¹ These studies discussed above provide critical facts used by the applicants to support their arguments that the merger satisfies the Commission's public interest standard. As a result, parties to the merger review process must have access to these documents if they are to accurately analyze and evaluate AT&T and T-Mobile's claims.

In particular, AT&T and T-Mobile rely on the following studies:

1. The Nielsen Company, *Carrier Share of Smartphone Subscribers – Q4 2010* (Public Interest Statement at 2, n.2);
2. The Nielsen Company, *Q4 2010 Q4 Mobile Insights: National Report* (Public Interest Statement at 99, n.161);
3. The Nielsen Company, *Q4 2010 Nielsen Mobile Retail & Customer Service Insights* (Christopher Declaration, ¶ 12, n.23);
4. "[T]wo recent surveys" (Christopher Declaration, ¶ 30, n.62); and
5. Strategy Analytics, *US Wireless Market Outlook (2010-2015)* (Christopher Declaration, ¶ 5, nn.4, 6).

¹ *News Corp. and the DIRECTV Group, Inc., and Liberty Media Corp. for Authority to Transfer Control*, Memorandum Opinion and Order, 23 FCC Rcd 3265, ¶ 22 (2008).

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In addition to these studies, the applicants' Public Interest Statement and declarations rely on numerous investment bank and analyst reports that are either difficult or impossible for public commenters to obtain. For example, the following documents are either not available publicly or not available without subscribing to an investor reports service:

1. *Verizon and Sprint react to US mega deal, Mobile Business Briefing* (Mar. 22, 2011) (quoting CEO Dan Mead), <http://www.mobilebusinessbriefing.com/article/verizon-and-sprint-react-to-us-mega-deal> (Public Interest Statement at 36, n.26);
2. Deutsche Bank Analyst Report, *MetroPCS Comm. Increasing 4Q10 Net Adds on Positive Channel Checks* (Jan. 4, 2011) (Carlton Declaration, ¶ 107, n. 143);
3. Current Analysis, Company Assessment: T-Mobile USA (Jan. 18, 2011) (Carlton Declaration, ¶ 122, n.181);
4. J.P. Morgan, North America Equity Research, *U.S. Telecom Services & Towers* (Jan. 13, 2011) (Carlton Declaration, ¶ 130, n.189) and
5. Morgan Stanley, *Deutsche Telekom, US Options—No Easy Way Out* (Jan. 10, 2011) (Carlton Declaration, ¶ 130, n.190).

While the preceding list is not comprehensive, it illustrates how heavily applicants rely on non-public material in their filing.

We ask that all non-public studies and reports relied on by Applicants in their filings, including but not limited to those described above, be included in the public record for this transaction.

Very truly yours,

_____/s/_____
Aparna Sridhar
Policy Counsel

cc: Kathy Harris, Wireless Telecommunications Bureau